

operates on Channel 11 (198-204 MHz) with 316 kW ERP and 451 meters HAAT. Exhibit E-3 indicates the grade B contour of WINK-TV serves all of the grade B overlap between WBBH-TV and WZVN-TV. In addition, WINK-TV provides service to areas which don't receive service from both TV stations (WBBH-TV and WZVN-TV). The grade B contour of WINK-TV covers much larger area, providing service to 1,154,622 people and 25,393 square kilometers area or 47% and 89% more population than WBBH-TV and WZVN-TV, respectively.

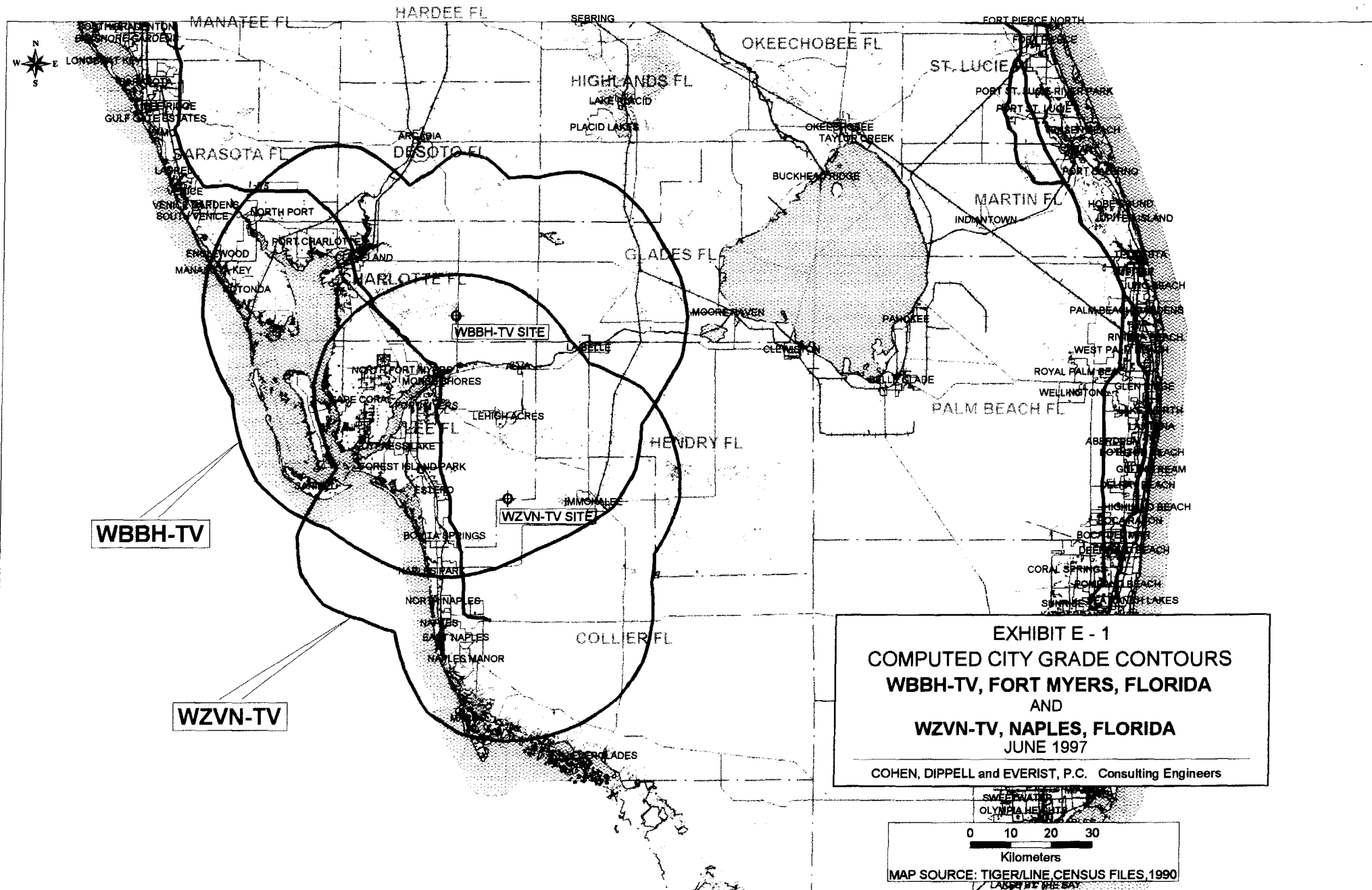
The TV stations' contours were computed according to Section 73.684 of the Commission's rules and are based on the 30-second terrain database.

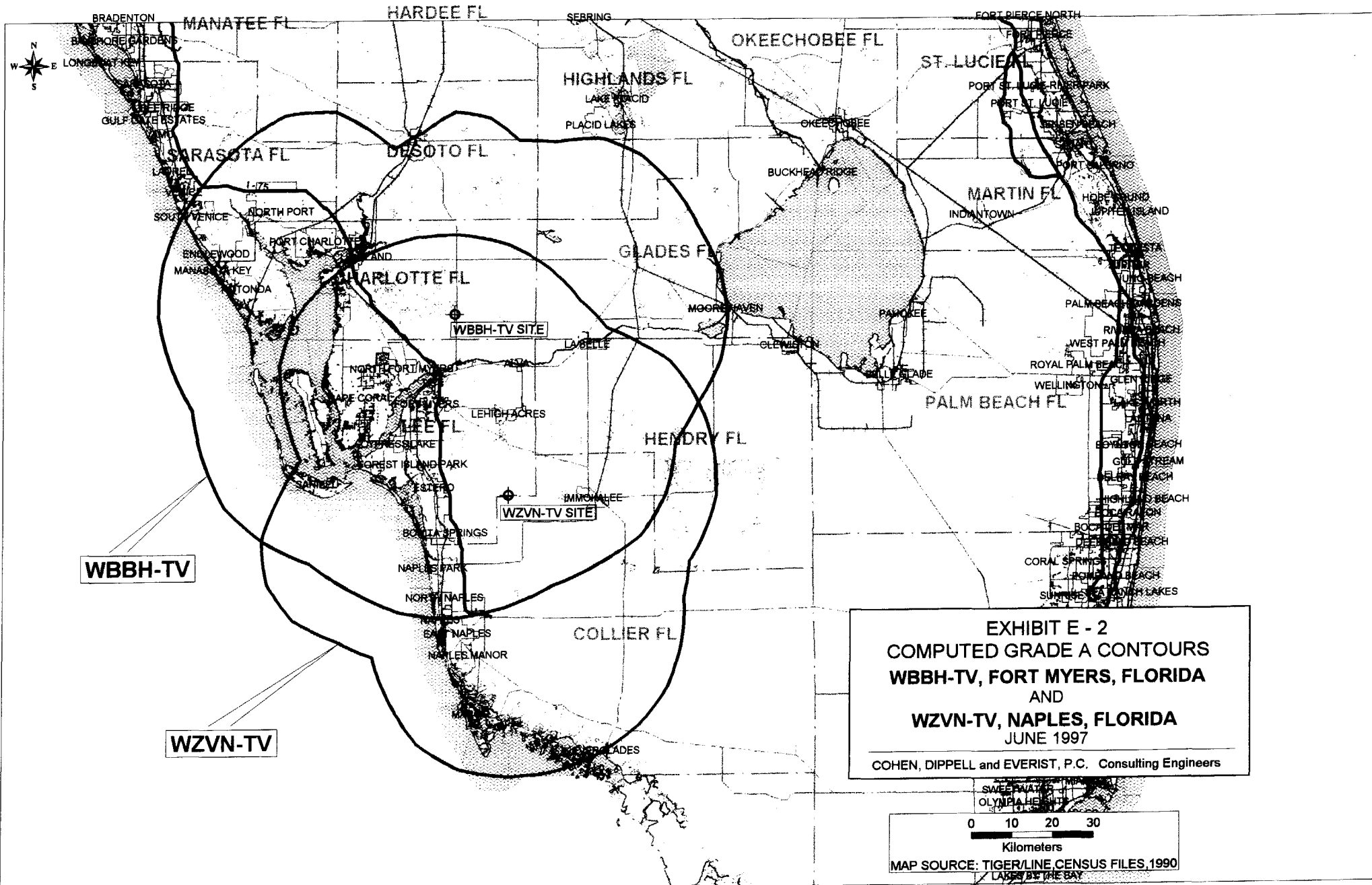
COHEN, DIPPELL AND EVERIST, P. C.

TABLE I
POPULATION AND AREA DATA
OF THE CONTOUR OVERLAP BETWEEN
STATIONS WBBH-TV AND WZVN-TV
JUNE 1997

<u>Station</u>	<u>Grade B</u>		<u>Grade A</u>		<u>City Grade</u>	
	<u>Area</u> sq.km	<u>Population</u> 1990 Census	<u>Area</u> sq.km	<u>Population</u> 1990 Census	<u>Area</u> sq.km	<u>Population</u> 1990 Census
WBBH-TV	15,932	787,101	10,723	625,921	8,017	519,860
WZVN-TV	12,664	612,402	8,323	510,292	6,587	485,336

<u>Overlap</u>	<u>Grade B</u>		<u>Grade A</u>		<u>City Grade</u>	
	<u>Area</u> sq.km	<u>Population</u> 1990 Census	<u>Area</u> sq.km	<u>Population</u> 1990 Census	<u>Area</u> sq.km	<u>Population</u> 1990 Census
WBBH-TV and WZVN-TV	10,417	601,392	5,974	451,380	4,014	369,668
% of WBBH-TV	65.4	76.4	55.7	72.1	50.1	71.1
% of WZVN-TV	82.3	98.2	71.8	88.5	60.9	76.2
% of Combined WBBH-TV and WZVN-TV	36.4	43.0	31.4	39.7	27.5	36.8





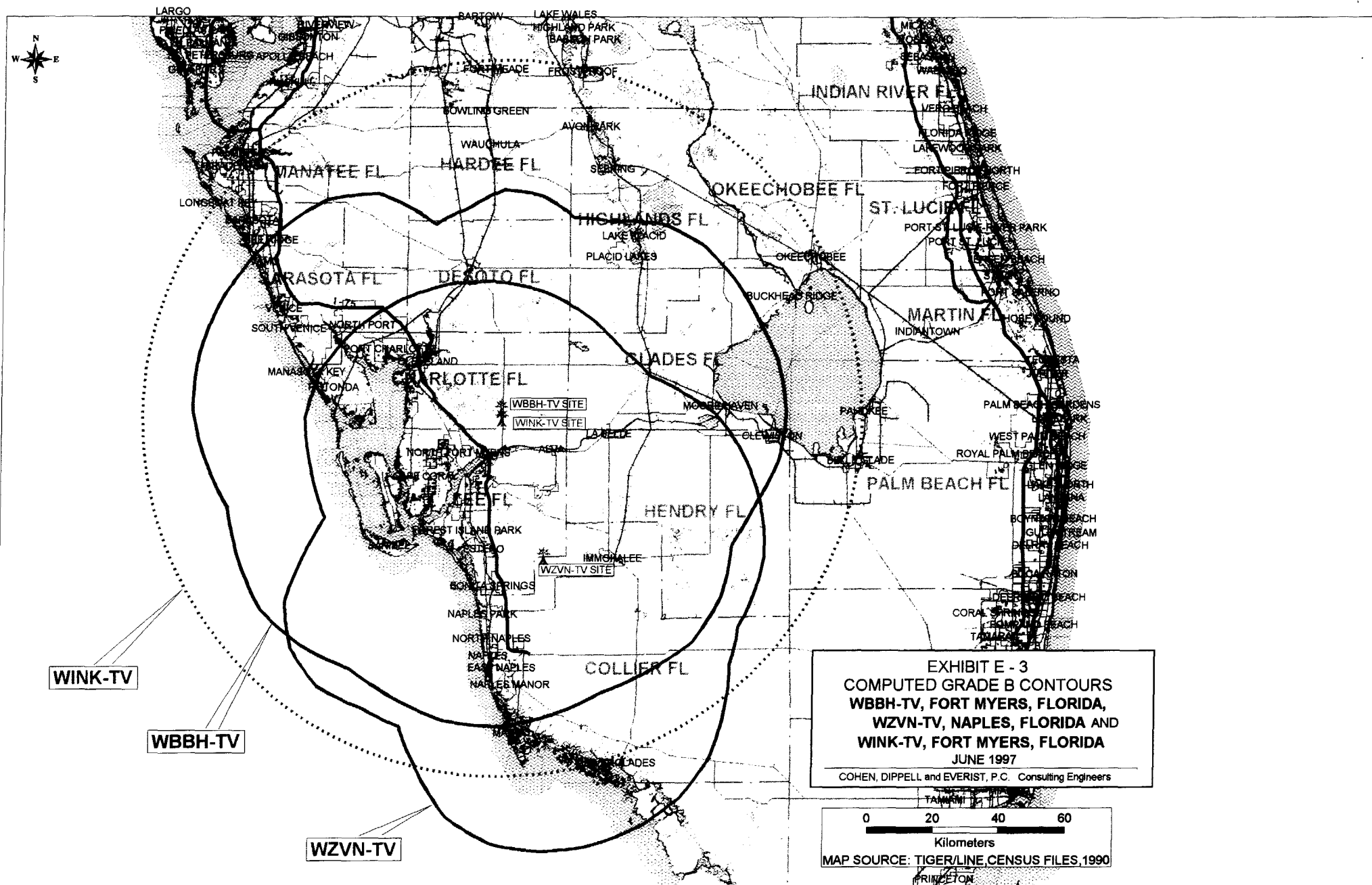
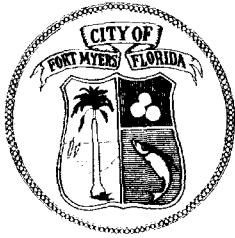


Exhibit Two:

Letter from Mayor of Fort Myers



City of Fort Myers

Bruce T. Grady
Mayor

June 3, 1997

Ms. Diane Gower
Director of Marketing
Waterman Broadcasting
3719 Central Ave.
Fort Myers, FL 33901

Dear Diane:

Congratulations on the success of the Kid's Fest at Harborside this year. You broke all attendance figures for this type of event, and we appreciate all the hard work and marketing that went into promoting it.

On behalf of the City of Fort Myers and the Harborside staff, we thank you and look forward to hosting this special event again next year.

Sincerely,

Bruce T. Grady
Mayor, City of Fort Myers

BTG:cm

Exhibit Three:

Timeline for Chronological Detail of LMA

WZVN-TV / WBBH-TV

LMA Timeline

June 1, 1994:

LMA begins.

June - August 1994:

Construction begins on a new WEVU master control room in Fort Myers to replace old control room in Bonita Bay.

Improvements include true stereo broadcasting and the markets first digital commercial video playback system.

Other improvements include the purchase and construction of three satellite receiver locations at the Fort Myers Studio.

Waterman converts WEVU news gathering equipment to Sony Beta format from 3/4 inch. Work begins on new "on-air" graphics look. EGAD productions in Dallas created animation.

September 9, 1994:

WEVU master control room is moved from Bonita Bay to Fort Myers.

September 12, 1994:

"First News on 7" debuts at 4 PM, "7 on your Side" debuts at 4:30 PM.

The entire WEVU on-air look is changed to promote CHANNEL 7 (WEVU's cable channel in 96% markets cable homes), complete with the new "Circle 7" logo.

October - December 1994:

News room is expanded...10 additional work stations and additional staff.

February 1995:

Initial meetings with City of Fort Myers to discuss relocation of STL Tower to make way for studio expansion. City officials indicate a favorable ruling if FAA, FCC and Port Authority approve.

March 1995 - March 1996:

Filings with FAA, FCC and Port Authority to determine exact location and height of new STL tower. Final approval comes in March, 1996.

March 1995:

Waterman commits to a state of the art BTS routing system which will enable WEVU to properly route analogue and digital video as well as stereo audio signals...this will be the future backbone of the WEVU and WBBH Master Control area. This purchase is first critical step in the digital conversion of both stations.

May 1995:

Waterman commits to purchase a new transmitter remote control system which will better enable the Master Control Operator to monitor and resolve transmitter problems on WEVU-TV.

July 1995:

In an effort to better serve the community, Waterman Broadcasting creates plan to build a "state of the art" internet service provider company which will be able to distribute local news on a

series of web pages. "Water.Net" is created to serve the internet needs of both WZVN and WBBH-TV.

August 1995:

Two new news vehicles are acquired for WEVU-TV.

Larry Hernandez Designs and Kyle Kitchens, Architect hired to begin preliminary studio expansion plans for a new WEVU-TV news studio and digital studio control room.

October 1995:

New call letters debut...WZVN-TV. Improved graphics and openings to the 7 PM newscast.

ABC and Ellis reach an agreement in principle for a 10 year contract which call for additional newscasts by WZVN to premiere over the next two years.

Waterman Broadcasting purchases 4 new LDK -10 studio cameras to improve studio picture performance. The cameras, which will be used by both stations, are capable of digital 16 X 9 format as well as the NTSC 5 X 3 format. Another critical step in moving both stations toward digital or ATV broadcasting.

November 1995:

Architect determines that Waterman will need to buy additional land in order to mitigate parking lost by studio. Waterman enters into negotiations to purchase land adjacent to station to provide for expansion.

January 1996:

Waterman reaches agreement to purchase adjacent land to provide for studio expansion at a cost of \$238,000.

Water.Net unveils the first television web sites in Southwest Florida for both WBBH-TV and WZVN-TV. These sites provide users with the ability to send comments directly to each station.

February 1996:

10 year ABC affiliation Agreement is executed.

Corporate approval is given to proceed with \$3.5 million dollar studio expansion.

March 1996:

City of Fort Myers now needs construction documents for the STL tower before permitting can begin. Bids for tower construction are requested from vendors.

News expansion will require a new newsroom computer system.

Approval is given to purchase Doppler Radar.

May 1996:

STL tower is redesigned to hold 14 foot Doppler Radar. City requests for special zoning hearing to approve tower.

July 1996:

New newsroom computer system installed...60 pentium computers!

July 1996: (continued)

Final zoning is approved for tower...Esco Towers is awarded tower contract for \$399,000.

Final studio drawings are approved.

Raycom files for FCC approval to purchase Ellis.

BTS Routing system is expanded to 96 X 96 analog and 16 X 16 digital.

Water.Net and WBBH-TV is selected by MSNBC as one of the 10 inaugural sites that will provide news service. Each site provides local and regional new and is linked to MSNBC which provides national and world news.

August 1996:

Tower construction begins.

Doppler Radar construction begins.

Benchmark Construction begins work on new Tower equipment room.

Studio expansion contract bids are requested.

Montclair Communications files for FCC approval to purchase WZVN.

WZVN news staff expands again to prepare for Weekend news.

September 1996:

Tower finished.

Doppler radar is finished in time for the final 10 weeks of the hurricane season.

Tower equipment room finished.

Parking lot underway.

Studio Expansion Contract awarded to Benchmark Construction.

Raycom closes Ellis deal.

FCC approves Montclair Communications as new licensee.

WZVN Saturday News at 7 debuts.

New digital studio control room equipment begins to arrive.

October 1996:

Montclair Communications closes Raycom deal and is now the owner of WZVN-TV.

Construction for new studio begins.

Studio Sneak Preview Party attracts over 400 Southwest Florida community leaders and clients!!!

Special presentations are given to outline the Montclair/Waterman expanded commitment to community service.

January 1997:

Studio expansion project is completed. WZVN Monday - Sunday News at 11 debuts.

February 1997:

Plans are underway for a children's-based community event, "KidsFest", is planed for early May to be sponsored by WZVN.

March 1997:

Walt Disney World agrees to participate in "KidsFest".

New Promotions manager is hired...three new jobs are created.

Waterman Broadcasting files an application with the FAA for permission to construct a 1,549 foot transmission tower. The proposed tower would be used for transition to digital broadcasting.

Waterman agrees to provide Florida Gulf Coast University , licensee of WGPU-TV and WGPU-FM, with free tower space for each stations' STL relay.

April 1997:

Additional digital equipment is purchased at the National Association of Broadcasters Convention. More progress toward a digital conversion for both stations.

Special equipment is purchased which enables the WBBH and WZVN home pages to each provide internet users with 24 hour access to Doppler radar. Doppler image is updated every 5 minutes.

Waterman Broadcasting partners with Baron Services to create "RadarNet". RadarNet is a live, Doppler radar image which is transmitted in the vertical interval blanking of WBBH-TV. This will enable properly equipped users, such as regional public safety organizations, to receive real-time Doppler images which can be manipulated to best serve the agencies' requirements.

May 1997:

RadarNet is debuted to every police department, sheriff's office, emergency management director, airport, forestry service and EMS provider in our DMA.

As a public service, Waterman Broadcasting waives any data fee (\$1,500 per year) on RadarNet for every public safety agency in Southwest Florida.

"KidsFest", a product of WZVN, takes place on May 03 and draws the largest single day crowd in the history of Harborside Convention Center. Community officials laud WZVN for their community spirit and vision.

June 1997:

Pilot episode of "Nature Expedition", 100% locally produced, children-friendly, is shot. This is the first locally created children's program in the market. "Nature Expedition" is a production of Montclair Communications in association with Waterman Broadcasting.

"ABC 7 Lifeline" Blood drive is held in cooperation with all area blood banks. The effort raises 487 pints on blood in one day - the largest single day contribution in the history of the blood banks.

page five

July 1997:

Office space in Naples is secured for a 10 person, live television studio which will serve WZVN and WBBH as a news bureau. This returns WZVN (formerly WEVU) to its original city of license after a 10 year absence.